



# G R INFRAPROJECTS LIMITED

(Formerly known as G.R. Agarwal Builders and Developers Limited)

CIN : L45201GJ1995PLC098652

26<sup>th</sup> September 2023

To,

**BSE Limited**

Phiroze Jeejeebhoy Towers

Dalal Street, Fort

Mumbai – 400001

**Scrip Code: 543317**

**National Stock Exchange of India Limited**

Exchange Plaza, Plot No. C-1

G Block, Bandra-Kurla Complex, Bandra(E)

Mumbai -400051

**Symbol: GRINFRA**

**Sub: Outcome of 27<sup>th</sup> Annual General Meeting of G R Infraprojects Limited held on Tuesday, 26<sup>th</sup> September 2023 through Video Conferencing.**

Dear Sir,

This is to inform that the 27<sup>th</sup> Annual General Meeting ("AGM") of the members of G R Infraprojects Limited ("the Company") was held on 26<sup>th</sup> September 2023 at 2:00PM (IST) through Video Conferencing ("VC") /Other Audio-Visual Means ("OAVM") in compliance with applicable provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") read with Circulars issued by Ministry of Corporate Affairs ("MCA") and Securities and Exchange Board of India ("SEBI"). In this regard, kindly find attached the following:

- Summary of proceedings of the AGM of the Company, pursuant to Regulation 30 read with Para A of Part A of Schedule III of the Listing Regulations: *Annexure-1*
- Voting Results of the business transacted at the AGM in the prescribed format pursuant to Regulation 44(3) of the Listing Regulations: *Annexure-2*
- Consolidated Report of the Scrutinizer dated 26<sup>th</sup> September 2023 pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014: *Annexure-3*

The Voting Results along with the Scrutinizer's Report is also available on the website of the Company viz. [www.grinfra.com](http://www.grinfra.com) and on the website of the Kfin Technologies Limited at <https://evoting.kfintech.com/>. The AGM was commenced at 2:00PM and concluded at 2:40PM (IST).

You are requested to kindly take the above information on record.

Thanking you,

Yours sincerely,

**For G R Infraprojects Limited**

**Sudhir Mutha**

**Company Secretary**

**ICSI Membership No. ACS18857**

Enclosed: As above.

**CORPORATE OFFICE :**

2nd Floor, Novus Tower  
Plot No. 18, Sector-18  
Gurugram, Haryana-122015, India  
Ph.: +91-124-6435000

**HEAD OFFICE :**

GR House, Hiran Magri, Sector-11  
Udaipur, Rajasthan-313002, India  
Ph.: +91-294-2487370, 2483033

**REGISTERED OFFICE :**

Revenue Block No. 223  
Old Survey No. 384/1, 384/2, Paiki  
and 384/3, Khata No. 464, Kochariya  
Ahmedabad, Gujarat-382220, India

Email : [info@grinfra.com](mailto:info@grinfra.com) | Website : [www.grinfra.com](http://www.grinfra.com)



**Annexure-1****Proceedings of the 27<sup>th</sup> Annual General Meeting of G R Infraprojects Limited****1. Date, Time and Venue of the Meeting:**

The 27<sup>th</sup> Annual General Meeting ("AGM") of the Company was held on Tuesday, 26<sup>th</sup> September 2023 at 2:00PM (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"). The deemed venue for the AGM was registered office of the Company situated at Revenue Block No. 223, Old Survey No. 384/1, 384/2 Paiki and 384/3, Khata No. 464, Kochariya, Ahmedabad -382220, Gujarat.

**2. Proceedings in brief:**

- i. The Company Secretary informed that the 27<sup>th</sup> Annual General Meeting ("AGM") of the Company is being conducted through Video Conferencing or Other Audio-Visual Means, in accordance with various circulars issued by the Ministry of Corporate Affairs ("MCA") and the Securities and Exchange Board of India ("SEBI") in this regard and in compliance with the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). He welcomed all the members and introduced all the Directors present at the meeting, particularly confirming the presence of Chairman of Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee. He further informed that representatives of Statutory Auditors i.e. S R B C & CO LLP, Secretarial Auditor and Scrutinizer i.e. Ronak Jhuthawat & Co., Company Secretaries and Cost Auditors i.e. Rajendra Singh Bhati & Co, are also attending the meeting.
- ii. The Company Secretary informed that the Statutory Registers were available for inspection electronically.
- iii. Fifty Seven members attended the AGM through Video Conferencing. The Company Secretary requested Mr. Ajendra Kumar Agarwal, Chairman of the meeting, to formally announce the commencement of proceedings and address the Shareholders.
- iv. Mr. Ajendra Kumar Agarwal, Chairman of the meeting presided over the meeting and after ascertaining the quorum called the meeting to order at 2:00PM.
- v. The Chairman then addressed the Members highlighting inter-alia the financial performance of the Company for the financial year 2022-23, projects won and status of order book position, industry overview, future outlook etc.
- vi. The Notice convening 27<sup>th</sup> AGM dated 28<sup>th</sup> August 2023 was taken as read.
- vii. The independent auditor's reports on the Company's consolidated and standalone financial statements for the financial year 2022-23 were unqualified and hence were not read out at the meeting.
- viii. Company Secretary informed the members that Ronak Jhuthawat & Co., Company Secretaries, was appointed as the scrutinizer for the purpose of scrutinizing the e-voting at the Meeting and remote e-voting process. Necessary instructions regarding e-voting were also communicated to the members.

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- ix. Members were also given the opportunity to ask questions and seek clarifications. The members raised queries, sought clarifications and gave their suggestions. The management provided necessary clarifications and addressed all the queries raised by the members.

### 3. Voting by members:

The Company had provided remote e-voting facility to its members to cast votes electronically, for all the 6 items of business set out in the notice from 23<sup>rd</sup> September 2023 (9:00 AM) to 25<sup>th</sup> September 2023 (5:00 PM). Further, the facility for e-voting was made available to the members who were present at the Meeting and had not cast their votes by remote e-voting. Voting was conducted by e-voting on all the resolutions as set out in the AGM Notice.

The Meeting concluded with a Vote of thanks at 2:40 PM after being open for 15 minutes from the time of closure of the meeting for instapoll i.e. voting at AGM.

After the completion of the AGM, Ronak Jhuthawat & Co., Company Secretaries ("the Scrutinizer") unblocked the votes casted through remote e-voting and e-voting at AGM and submitted their report. Based on the Report issued by the Scrutinizer, all the Resolutions as set out in the Notice of the 27<sup>th</sup> AGM were passed with requisite majority as given below:

#### Ordinary Business:

- To receive, consider and adopt the Audited Standalone & Consolidated Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March 2023 together with the Report of Auditors and Directors thereon.
- To appoint a Director in place of Mr. Vinod Kumar Agarwal (DIN: 00182893) who retires by rotation and being eligible offers himself for reappointment.

#### Special Business:

- Ordinary Resolution:** Ratification of Remuneration of Cost Auditors for the Financial Year 2023-24.
- Special Resolution:** Re-appointment of Mr. Vinod Kumar Agarwal as a Chairman & Wholetime Director (DIN: 00182893).
- Special Resolution:** Re-appointment of Mr. Ajendra Kumar Agarwal as a Managing Director (DIN: 01147897).
- Special Resolution:** To consider alteration in Articles of Association of the Company.

### 4. Statutory Confirmation:

All compliance of the Act and Secretarial Standards with respect to calling, convening and conducting the Annual General Meeting were complied with.

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# ANNEXURE-2

	G R INFRAPROJECTS LIMITED
Date of the AGM/EGM	26-09-2023
Total number of shareholders on record date	66720
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	20
Public:	37

Resolution No.	1									
Resolution required: (Ordinary/ Special) <b>ORDINARY RESOLUTION</b>	To receive, consider and adopt the Audited Standalone & Consolidated Financial Statements of the Company for the Financial Year ended 31st March 2023 together with the Report of Auditors and Directors thereon.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	77,099,578	77,099,578	100.0000	77,099,578	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>77,099,578</b>	<b>100.0000</b>	<b>77,099,578</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Institutions	E-Voting	16,088,607	15,589,861	96.9000	15,589,861	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>15,589,861</b>	<b>96.9</b>	<b>15,589,861</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Non Institutions	E-Voting	3,500,825	11,533	0.3294	11,470	63	99.4537	0.5462	0	109
	Poll		523	0.0149	506	17	96.7495	3.2504	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>12,056</b>	<b>0.3443</b>	<b>11,976</b>	<b>80</b>	<b>99.3364</b>	<b>0.6636</b>	<b>0</b>	<b>109</b>
<b>Total</b>		<b>96,689,010</b>	<b>92,701,495</b>	<b>95.8759</b>	<b>92,701,415</b>	<b>80</b>	<b>99.9999</b>	<b>0.0001</b>	<b>0</b>	<b>109</b>

Result: Carried by requisite majority

There were no invalid votes under any of the above category



Resolution No.	2									
Resolution required: (Ordinary/ Special) <b>ORDINARY RESOLUTION</b>	To appoint a Director in place of Mr. Vinod Kumar Agarwal (DIN: 00182893) who retires by rotation and being eligible, offers himself for reappointment.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	77,099,578	77,099,578	100.0000	77,099,578	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>77,099,578</b>	<b>100.0000</b>	<b>77,099,578</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Institutions	E-Voting	16,088,607	15,589,861	96.9000	15,264,893	324,968	97.9155	2.0844	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>15,589,861</b>	<b>96.9</b>	<b>15,264,893</b>	<b>324,968</b>	<b>97.9155</b>	<b>2.0845</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E-Voting	3,500,825	11,533	0.3294	11,268	265	97.7022	2.2977	0	109
	Poll		523	0.0149	506	17	96.7495	3.2504	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>12,056</b>	<b>0.3443</b>	<b>11,774</b>	<b>282</b>	<b>97.6609</b>	<b>2.3391</b>	<b>0</b>	<b>109</b>
<b>Total</b>		<b>96,689,010</b>	<b>92,701,495</b>	<b>95.8759</b>	<b>92,376,245</b>	<b>325,250</b>	<b>99.6491</b>	<b>0.3509</b>	<b>0</b>	<b>109</b>

Result: Carried by requisite majority

There were no invalid votes under any of the above category



Resolution No.	3									
Resolution required: (Ordinary/ Special) <b>ORDINARY RESOLUTION</b>	Ratification of Remuneration of Cost Auditors for the Financial Year 2023-24.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	77,099,578	77,099,578	100.0000	77,099,578	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		77,099,578	100.0000	77,099,578	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	16,088,607	15,589,861	96.9000	15,589,861	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		15,589,861	96.9	15,589,861	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	3,500,825	11,533	0.3294	11,329	204	98.2311	1.7688	0	109
	Poll		523	0.0149	506	17	96.7495	3.2504	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		12,056	0.3443	11,835	221	98.1669	1.8331	0	109
Total		96,689,010	92,701,495	95.8759	92,701,274	221	99.9998	0.0002	0	109

Result: Carried by requisite majority

There were no invalid votes under any of the above category



Resolution No.	4									
Resolution required: (Ordinary/ Special) <b>SPECIAL RESOLUTION</b>	Re-appointment of Mr. Vinod Kumar Agarwal as a Chairman & Whole time Director (DIN: 00182893)									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	77,099,578	77,099,578	100.0000	77,099,578	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>77,099,578</b>	<b>100.0000</b>	<b>77,099,578</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Institutions	E-Voting	16,088,607	15,589,861	96.9000	12,881,918	2,707,943	82.6301	17.3698	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>15,589,861</b>	<b>96.9</b>	<b>12,881,918</b>	<b>2,707,943</b>	<b>82.6301</b>	<b>17.3699</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E-Voting	3,500,825	11,533	0.3294	11,251	282	97.5548	2.4451	0	109
	Poll		523	0.0149	506	17	96.7495	3.2504	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>12,056</b>	<b>0.3443</b>	<b>11,757</b>	<b>299</b>	<b>97.5199</b>	<b>2.4801</b>	<b>0</b>	<b>109</b>
<b>Total</b>		<b>96,689,010</b>	<b>92,701,495</b>	<b>95.8759</b>	<b>89,993,253</b>	<b>2,708,242</b>	<b>97.0785</b>	<b>2.9215</b>	<b>0</b>	<b>109</b>

Result: Carried by requisite majority

There were no invalid votes under any of the above category



Resolution No.	5									
Resolution required: (Ordinary/ Special) <b>SPECIAL RESOLUTION</b>	Re-appointment of Mr. Ajendra Kumar Agarwal as a Managing Director (DIN: 01147897)									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	77,099,578	77,099,578	100.0000	77,099,578	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>77,099,578</b>	<b>100.0000</b>	<b>77,099,578</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Institutions	E-Voting	16,088,607	15,589,861	96.9000	12,881,918	2,707,943	82.6301	17.3698	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>15,589,861</b>	<b>96.9</b>	<b>12,881,918</b>	<b>2,707,943</b>	<b>82.6301</b>	<b>17.3699</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E-Voting	3,500,825	11,533	0.3294	11,217	316	97.2600	2.7399	0	109
	Poll		523	0.0149	506	17	96.7495	3.2504	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>12,056</b>	<b>0.3443</b>	<b>11,723</b>	<b>333</b>	<b>97.2379</b>	<b>2.7621</b>	<b>0</b>	<b>109</b>
<b>Total</b>		<b>96,689,010</b>	<b>92,701,495</b>	<b>95.8759</b>	<b>89,993,219</b>	<b>2,708,276</b>	<b>97.0785</b>	<b>2.9215</b>	<b>0</b>	<b>109</b>

Result: Carried by requisite majority

There were no invalid votes under any of the above category





Resolution No.	6									
Resolution required: (Ordinary/ Special) <b>SPECIAL RESOLUTION</b>	To consider alteration in Articles of Association of the Company									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	77,099,578	77,099,578	100.0000	77,099,578	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>77,099,578</b>	<b>100.0000</b>	<b>77,099,578</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Institutions	E-Voting	16,088,607	15,589,861	96.9000	14,821,517	768,344	95.0715	4.9284	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>15,589,861</b>	<b>96.9</b>	<b>14,821,517</b>	<b>768,344</b>	<b>95.0715</b>	<b>4.9285</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E-Voting	3,500,825	11,487	0.3281	11,296	191	98.3372	1.6627	0	155
	Poll		523	0.0149	506	17	96.7495	3.2504	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>12,010</b>	<b>0.343</b>	<b>11,802</b>	<b>208</b>	<b>98.2681</b>	<b>1.7319</b>	<b>0</b>	<b>155</b>
<b>Total</b>		<b>96,689,010</b>	<b>92,701,449</b>	<b>95.8759</b>	<b>91,932,897</b>	<b>768,552</b>	<b>99.1709</b>	<b>0.8291</b>	<b>0</b>	<b>155</b>

Result: Carried by requisite majority

There were no invalid votes under any of the above category





**CONSOLIDATED SCRUTINIZER'S REPORT**  
**[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]**

To,  
The Chairman  
27<sup>th</sup> Annual General Meeting of the Members of  
G R Infraprojects Limited  
Revenue Block No. 223, Old Survey No. 384/1, 384/2 Paiki and  
384/3, Khata No. 464, Kochariya, Ahmedabad -382220 India.

Dear Sir,

**Sub: 27<sup>th</sup> Annual General Meeting of the Shareholders of G R Infraprojects Limited held on Tuesday, 26<sup>th</sup> September 2023 at 02:00PM through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").**

I, Ronak Jhuthawat proprietor of M/s Ronak Jhuthawat & Co., Company Secretary in practice (Certificate of Practice no. 12094), have been appointed by the Board of Directors of **G R INFRAPROJECTS LIMITED** (the Company) as a Scrutinizer for the purpose of scrutinizing the remote e-voting and e-voting during 27<sup>th</sup> Annual General Meeting in a fair and transparent manner, in respect of resolutions as per attached Annexure-1 transacted at the 27<sup>th</sup> Annual General Meeting (AGM) of the Shareholders of the Company.

I hereby submit my report as under:

As per the General Circular No. 10/2022 dated 28<sup>th</sup> December, 2022 read with Circular Nos. 02/2022 dated 5<sup>th</sup> May, 2022, 21/2021 dated 14<sup>th</sup> December, 2021, 02/2021 dated 13<sup>th</sup> January, 2021, 20/2020 dated 5<sup>th</sup> May, 2020, 17/2020 dated 13<sup>th</sup> April, 2020 and 14/2020 dated 8<sup>th</sup> April, 2020 issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12<sup>th</sup> May, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15<sup>th</sup> January, 2021 Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13<sup>th</sup> May, 2022 and Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 05<sup>th</sup> January, 2023 (collectively referred to as "SEBI Circular"), the said notification permits to hold AGM via **Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM")**. As confirmed by the Company, notice dated 28<sup>th</sup> August, 2023 was sent to the shareholders in respect of the resolutions passed at the AGM of the Company through electronic mode to those Members whose e-mail addresses were registered with the Company/ Depositories, in compliance with the above mentioned circulars.



- A. The Company has appointed M/s KFin Technologies Limited to provide and facilitate remote e-voting services to the members of the Company to cast their votes through a secured electronic mode on the resolutions to be transacted at the said AGM.
- B. The Company had also provided e-voting facility to those shareholders who attended the AGM through VC / OAVM and who had not cast their vote through remote e-voting earlier.
- C. The cut-off date for determining the eligibility of the members to vote by remote e-voting or e-voting at the AGM was 19<sup>th</sup> September 2023. As on "Cut-off" date i.e. 19<sup>th</sup> September 2023, there were 66,720 (Sixty Six Thousand Seven Hundred Twenty Only) shareholders.
- D. The remote e-voting facility started on 23<sup>rd</sup> September, 2023 (9:00 AM) and ended on 25<sup>th</sup> September 2023 (5:00 PM).
- E. The requisite advertisements pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014, as amended and in compliance with Ministry of Corporate Affairs Circular No. 10/2022 dated 28th December 2022 (in continuation to the circulars issued earlier in this regard) were published in "Financial Express" (English Edition) and in "Financial Express"(Gujarati Edition) on 29<sup>th</sup> August 2023 respectively.
- F. The votes cast through remote e-voting and through e-voting were unblocked at 3:05 PM after conclusion of voting at the AGM held on Tuesday, 26<sup>th</sup> September 2023 in the presence of two witnesses who were not the employees of the Company.
- G. Based on the details containing list of Members who have cast their votes on remote e-voting platform as downloaded from the e-voting website of KFin Technologies Limited (<https://evoting.kfintech.com/>) and the votes cast by the members through VC / OAVM during AGM, the consolidated results of the remote e-voting and e-voting during AGM, on all items of the business transacted at the AGM held on Tuesday, 26<sup>th</sup> September 2023 are given in the Annexure-1 enclosed herewith, forming part of this Report.

**CONCLUSION:**

All the Resolutions mentioned in the AGM notice dated 28<sup>th</sup> August 2023 under the remote e-voting and e-voting through VC / OAVM during Annual General Meeting have been passed with requisite majority.



Thanking you,

Yours faithfully,

**For Ronak Jhuthawat & Co.  
Company Secretaries**



**Dr. Ronak Jhuthawat  
Proprietor  
M No. FCS 9738 COP No. 12094  
Peer Review No.: 1270/2021  
UDIN- F009738E001088684**

**Place: Udaipur  
Date: 26.09.2023**

Counter signed by  
**For G R INFRAPROJECTS LIMITED**



**(Sudhir Mutha)  
Company Secretary  
Authorised Person  
ICSI M. No. ACS18857**

**Place: Gurugram  
Date: 26.09.2023**

**G R INFRAPROJECTS LIMITED**

**27th Annual General Meeting held on Tuesday, 26th September, 2023 at 2:00 PM**

**CONSOLIDATED RESULTS OF VOTES CAST THROUGH REMOTE E-VOTING & THROUGH VIDEO CONFERENCING  
(VC)/OTHER AUDIO VISUAL MEANS (OAVM)**

Item No. of Notice of AGM	Subject matter of the Resolution (in brief)	Type of Resolution		REMOTE E-VOTING		E-VOTING AT AGM*		TOTAL		%age of total valid votes	Invalid Votes	
				No. of members voted	No. of valid votes cast	No. of members voted	No. of valid votes cast	No. of members voted	No. of valid votes cast		No. of Members	No. of invalid votes
(1)	(2)		(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)
1	To receive, consider and adopt the Audited Standalone & Consolidated Financial Statements of the Company for the Financial Year ended 31st March 2023 together with the Report of Auditors and Directors thereon	Ordinary Resolution	In Favour	221	92700909	4	506	225	92701415	100.00	NIL	NIL
			Against	3	63	1	17	4	80	0.00		
			<b>Total</b>	<b>224</b>	<b>92700972</b>	<b>5</b>	<b>523</b>	<b>229</b>	<b>9,27,01,495</b>	<b>100.00</b>		
2	To appoint a Director in place of Mr. Vinod Kumar Agarwal (DIN: 00182893) who retires by rotation and being eligible, offers himself for reappointment.	Ordinary Resolution	In Favour	201	92375739	4	506	205	9,23,76,245	99.65	NIL	NIL
			Against	23	325233	1	17	24	325250	0.35		
			<b>Total</b>	<b>224</b>	<b>92700972</b>	<b>5</b>	<b>523</b>	<b>229</b>	<b>9,27,01,495</b>	<b>100.00</b>		
3	Ratification of Remuneration of Cost Auditors for the Financial Year 2023-24	Ordinary Resolution	In Favour	216	92700768	4	506	220	9,27,01,274	100.00	NIL	NIL
			Against	8	204	1	17	9	221	0.00		
			<b>Total</b>	<b>224</b>	<b>92700972</b>	<b>5</b>	<b>523</b>	<b>229</b>	<b>9,27,01,495</b>	<b>100.00</b>		
4	Re-appointment of Mr. Vinod Kumar Agarwal as a Chairman & Wholtime Director (DIN: 00182893)	Special Resolution	In Favour	179	89992747	4	506	183	8,99,93,253	97.08	NIL	NIL
			Against	45	2708225	1	17	46	2708242	2.92		
			<b>Total</b>	<b>224</b>	<b>92700972</b>	<b>5</b>	<b>523</b>	<b>229</b>	<b>9,27,01,495</b>	<b>100.00</b>		
5	Re-appointment of Mr. Ajendra Kumar Agarwal as a Managing Director (DIN: 01147897)	Special Resolution	In Favour	178	89992713	4	506	182	8,99,93,219	97.08	NIL	NIL
			Against	46	2708259	1	17	47	2708276	2.92		
			<b>Total</b>	<b>224</b>	<b>92700972</b>	<b>5</b>	<b>523</b>	<b>229</b>	<b>9,27,01,495</b>	<b>100.00</b>		
6	To consider alteration in Articles of Association of the Company	Special Resolution	In Favour	209	91932391	4	506	213	9,19,32,897	99.17	NIL	NIL
			Against	14	768535	1	17	15	768552	0.83		
			<b>Total</b>	<b>223</b>	<b>92700926</b>	<b>5</b>	<b>523</b>	<b>228</b>	<b>9,27,01,449</b>	<b>100.00</b>		

Note: 1. This is Annexure-1 referred to in Consolidated Scrutinizer's Report dated 26th September, 2023 and forming part of that Report.

2. \*E-voting during AGM is the facility provided to members of the Company to cast their votes through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") who did not cast their vote earlier.

3. Few Shareholders have voted in both favour as well as against, for the purpose of calculation of number of members voted, these have been classified in the category in which they have put higher vote, and in case of equal vote, the same has been classified in favour.

**For Ronak Jhuthawat & Co  
Company Secretaries**

Dr. Ronak Jhuthawat  
Membership No. : FCS-9738  
Certificate of Practice No.: 12094  
Peer Review No.: 1270/2021  
Udaipur, 26th September, 2023  
UDIN- F009738E001088684



**For G R INFRAPROJECTS LIMITED**



*(Signature)*  
**(Sudhir Mutha)**  
Company Secretary  
Authorized Person  
Place : Gurugram  
M.No. ACS18857  
26th September, 2023